

**Before the  
Federal Communications Commission  
Washington, D.C.**

In the Matter Of	)	
	)	
	)	
Schools and Libraries	)	CC Docket No. 02-6
Universal Service Support Mechanism	)	
	)	
Request for Review and/or Waiver	)	
By Education Networks of America	)	Application Nos. 917099, 919406,
of the Funding Decisions by the	)	945733, 947375, 1012581, <i>et al.</i>
Universal Service Administrative Company	)	

**Affidavit of Rex Miller**

I, Rex Miller, swear:

**QUALIFICATIONS AND BACKGROUND**

1. I am senior vice president and chief financial officer of Education Networks of America (ENA). I have been with ENA since 1998 and am responsible for overseeing the company's financial management, including assisting program beneficiaries with the E-rate funding program. I have more than 29 years of experience in financial management in health care, manufacturing, and public accounting. I hold a bachelor's degree in accounting from the University of Pennsylvania's Wharton School.
2. I was directly involved in the preparation of ENA's response to the Sweetwater Consortium's request for proposals. I can therefore attest to the process ENA used to respond to the Sweetwater RFP, as well as to ENA's actions with respect to fulfilling the resulting contract.

**ENA'S BACKGROUND AND OPERATIONS**

3. ENA is a leading provider of technology solutions to schools and libraries. In 1996, ENA created one of the first statewide K-12 networks in the U.S., and we have earned a

reputation as experts in the design, deployment, and management of broadband, Wi-Fi/LAN, voice, and video solutions for schools and libraries. ENA has been involved in the E-rate program since its inception and has nearly two decades of successful experience, working with a diverse group of schools and libraries, including rural and urban, large and small, system-wide and statewide, and supporting every type of demographic. Today, ENA manages multiple statewide and district-wide networks, including 15 of the largest school systems in the country, successfully serving approximately 5,000 end sites; 570 school districts; 3.2 million students, teachers, and administrators; 280 libraries; and 3.2 million library patrons. In the Tennessee market alone, ENA serves 127 of the 142 school systems.

4. No single facilities-based transport provider can deliver fiber-optic connections statewide in Tennessee. At a high level, ENA and AT&T are both providing telecommunications and Internet access services for schools in Tennessee. ENA, however, is not simply reselling AT&T's or any other vendor's circuits. Instead, ENA, free to pick the best solution for each individual school, has designed its own network solutions that are focused on schools and libraries.
5. ENA designs and installs network services that are tailor-made to the specific needs of each library and schools.
  - a. ENA is not constrained by any need to amortize a pre-existing capital investment in fiber; accordingly, it is not bound to use a single provider nor limited to a single circuit when selecting the best way to deliver service to a school.

- b. Accordingly, ENA has a proven ability to design, engineer and install circuits even when certain facility-based providers have declined to do so by utilizing a range of other fiber providers.
- 6. In order to provide service throughout Tennessee, ENA has solicited bids from other service providers to engineer a network that can provide Internet access service from the Internet backbone to the classroom. We have established relationships with a number of transport providers, including cable, utilities, incumbent and competitive local exchange carriers, municipal networks, wireless carriers, third-party fiber providers, and emerging higher education networks. Because ENA is not bound to use any one provider's network, we can compare and contrast the facilities offered by various local owners of facilities, including cable operators, telcos and electric companies.
- 7. ENA provides a superior quality of service tailored to the unique needs of K-12 schools. Each of our contracts have Service Level Agreements that include quality measurements on ongoing service and time to repair when outages occur. We employ a staff of customer support engineers (CSEs) that are dedicated 24x7x365 to provide immediate customer assistance to the schools in the event of a service outage or service degradation. ENA maintains a Customer Technical Assistance Center that proactively monitors the performance of the network dedicated to each school in an effort to anticipate and prevent outages. Realizing that the delivery of these services is time-sensitive and that schools that cannot access the Internet will likely lose valuable instruction time as Internet-based resources continue to be integrated into everyday lesson plans, we do not await a call to alert us to a service problem. ENA continually monitors the performance of the circuits that it designed to assure that they are

performing as required to meet the needs of the school as engineered by ENA. More than 95 percent of the time, we alert our customers of a network issue and begin resolving it before the customer even knows an issue exists. We believe this level of service is important for K-12 schools due to their unique combination of Internet dependent instruction needs and understaffed technical departments. Unlike corporate environments where there are typically IT staffers on every floor of the building, for K-12 there are typically more schools than there are IT staff for a school district. ENA has customized its service to meet those unique needs related to delivery of Internet Access and Voice services.

8. ENA proactively develops the highest levels of broadband availability for all schools through our ongoing research and interactions with the entire service provider community. ENA has increased the availability of fiber and other high broadband resources to even the most remote of Tennessee's schools. We deliver services on time based on clear project plans easily understood by the school systems. We proactively monitor and maintain our systems to deliver the highest levels of availability during the school day.
9. ENA pioneered the installation of fiber in many rural school districts such as the school districts in northwest Tennessee. Traditional carrier facilities were not available to service a number of school sites in that area. ENA developed a partnership with Gibson Electric, the local electric utility, to build fiber to serve the Gibson County Special School District and the Obion County School District schools. Based on the success of this project, ENA worked with Gibson and a number of its sister electric cooperatives throughout Tennessee and ENA replicated this model in other underserved areas. In

some cases, ENA selected an existing circuit and, in most cases, we worked with service providers to build fiber to the school buildings. In many cases, we were able to contract with a local provider who otherwise would not have participated in a bid for a statewide contract.

10. "Cost-effective" service requires first and foremost service at and where it is needed by our schools and libraries. Internet Access service has become almost as critical as electricity in running a school and teaching students. I am aware of instances when schools serviced by AT&T not only did not have service when needed, but became so frustrated with AT&T's lack of responsiveness that they called ENA's help desk for assistance. Cost is only one element of "cost-effective" service.

#### **ENA'S RESPONSE TO THE SWEETWATER CONSORTIUM RFP**

11. ENA was the incumbent provider for most of the schools participating in the Sweetwater Consortium when Sweetwater solicited bids for telecommunications and broadband services in 2013. We had contracted with more than 40 vendors to deliver these services. To try to provide the lowest price for our bid, we had an economic incentive to select the lowest cost but highest-quality solution for each of the circuits we needed.
12. It is our experience that AT&T prefers to use its own circuits to provide service, even though it does not have facilities in much of Tennessee outside of the urban areas. As such, to provide service to a new customer or when it does not have the facilities to provide the requested level of service for that customer, AT&T must construct its own facilities. It is our understanding that in many cases – if not all cases – such an approach will be more expensive for the school districts because they will have to pay special

construction costs upfront or those costs will need to be amortized over the life of the contract.

13. Even though ENA was the incumbent provider for most of the schools in the Sweetwater Consortium, we did not expect to win the bid unless we provided the best, most cost-effective offering at the best price for all of the schools in the Consortium. We knew that AT&T would also submit a bid. We therefore worked extremely hard to respond to Sweetwater's RFP, investing significant time in engineering, design, operations, project management/project planning, pricing/finance, and executive level review to develop our comprehensive response to the Sweetwater RFP. We provided specific, detailed responses to all questions, including personnel assigned, project plans for service delivery including upgrades in services, and detailed references for services consistent with the expected purchases of the consortium.
14. I personally spent at least 40 hours developing, reviewing, discussing and preparing the cost proposal for the RFP. Lil Kellogg, our vice president of client services, is responsible for a dedicated team that works on RFPs for K-12 customers. Her team, with input from all disciplines across the company, spent at least 200 hours preparing this response. Nothing was taken for granted. I believe that at least 20 different ENA employees participated in the preparation of our RFP response.
15. As part of our bid response, ENA offered to use and signed the form contract that Sweetwater included in the RFP. In the alternative, we offered to use the form of ENA's existing contract with MNPS to memorialize the parties' contract, as doing so would make it administratively easier for the school districts.

16. Sweetwater notified ENA that we had won the bid for the Consortium on March 1, 2013.

Sweetwater elected to use the form of the MNPS contract to memorialize the contract that was formed on March 1, 2013. Because the pricing was part of the bid response which was thereby included in the written memorialization of the contract, the Consortium members received the prices ENA offered in the Sweetwater procurement as of July 1, 2013. In addition, we voluntarily offered the Sweetwater prices to the members of the Metropolitan Nashville Public Schools Consortium, also effective July 1, 2013.

17. Pursuant to the contract, members of the Sweetwater consortium ordered services for which E-rate funding was requested. In accordance with our contractual obligation, ENA has performed under the contract by delivering telecommunications and broadband services for those districts, and the districts are bound to pay for the services.

I swear that I have read the foregoing and avow the acts stated there in are true and correct to the best of my knowledge and belief.



Rex Miller  
618 Grassmere Park Drive  
Suite 12  
Nashville, TN 37211

Subscribed and sworn to before me this 13<sup>th</sup> day of MAY, 2016.

[Seal]

  
Notary Public

MY COMMISSION EXPIRES: 1-6-20